

*Deliver to and*  
Prepared by: DuretteBradshaw PLC, P.O. Box 605  
Tax Map #: 51-A-L Farmville, VA 23901

**THIS DEED OF EASEMENT**, is made and entered into this 19<sup>th</sup> day of December, 2007, by and between **HERBERTON POPLAR HILL RESIDENTIAL II, LLLP**, a Virginia Registered Limited Liability Limited Partnership (“Grantor”), **H-SC POPLAR HILL, LLC**, a Virginia Limited Liability Company joining in this instrument for the purpose of subordinating its security interest in Grantor’s Property to the easement described herein and to be indexed as grantor, herein (“HSC”), and **HERBERTON POPLAR HILL RESIDENTIAL I, LLLP**, a Virginia Registered Limited Liability Limited Partnership, **HERBERTON POPLAR HILL HOSPITALITY, LLLP**, a Virginia Registered Limited Liability Limited Partnership, and the **POPLAR HILL COMMUNITY DEVELOPMENT AUTHORITY, PRINCE EDWARD COUNTY, VIRGINIA**, a body corporate and politic and a political subdivision of the Commonwealth of Virginia, whose address is 200 N. Main Street, Farmville, Virginia 23901 (herein collectively the “Grantee”).

W I T N E S S E T H :

WHEREAS, the Grantor owns certain real estate (the “Grantor Property”) lying and being in Farmville Magisterial District, Prince Edward County, Virginia, more particularly described on Exhibit “A” attached hereto; and

WHEREAS, HSC is the holder of Purchase Money Note secured by a Purchase Money Deed of Trust encumbering the Grantor Property; and

WHEREAS, Grantor and Grantee each individually own certain real estate together with certain rights of way and easements for access over and across the lands of each other and to and from US Route 15 (the “Grantee Property”) which is all lying and being in Farmville Magisterial District, Prince Edward County, Virginia, within the boundaries of the Poplar Hill Community Development Authority, Prince Edward County, Virginia (the “District”) and more particularly described on those certain Deeds recorded in the Clerk’s Office of the Circuit Court of Prince Edward County as Instruments Numbered: 200701672, 200702577, 200701675, 200701670, 341, 661; and

WHEREAS, the Grantee desires to obtain, for the purpose of a right-of-way for ingress and egress, and for the placement of utilities, including without limitation, water, sewer and electric, a permanent, non-exclusive easement for access over and across the Grantor Property to property of Herberton Poplar Hill Residential I, LLLP described in Instrument Number:

200703368 (the "Residential I Property"); and

WHEREAS, the Grantor desires to grant to the Grantee such non-exclusive easement to be used in common with the Grantor; and

WHEREAS, by Assignment dated June 1, 2007 and recorded in the aforesaid Clerk's Office as Instrument Number 200701669, Poplar Hill Holdings, LLC, which changed its name to Herberton Prince Edward Development, LLC, became the Declarant under the terms of the Restrictive Covenants applicable to property located within the District (the "Declarant"); and

WHEREAS, the purpose of this easement is to benefit the Grantor Property and Grantee Property located within the boundaries of the District by providing pedestrian and vehicular access and an easement for utilities to the Grantee and Grantor and their successors and assigns across the Grantor Property along a road which will join the existing access roads within the District to an access road running through the Residential I Property which will run to State Route 630.

NOW, THEREFORE, in consideration of the premises herein contained and other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, the mutual covenants contained herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Grantor does hereby grant and convey with General Warranty and English Covenants of Title, unto the Grantee, its successors and assigns, forever, a free and unobstructed easement, appurtenant to and running with the Grantee Property, for pedestrian and vehicular access and for the placement of utilities, including without limitation, water, sewer and electric, over and across the Grantor Property to be used in common with the Grantor, its successors and assigns, as follows:

An Access and Utility Easement fifty (50) feet in width which shall be located in the area described as "PROPOSED 50' Right-of-Way" as shown on the sketch attached hereto as Exhibit B dated December 18, 2007 and prepared by Maxey-Hines & Associates, P.C. The Declarant shall have the right to construct roads substantially in the location and dimensions as shown on the said sketch. The Grantor and Grantee hereunder, their successors and assigns, agree to join in any deed of dedication of such roads as Declarant may require. In the event the roads serving the Property are constructed by the Poplar Hill Community Development Authority, or other entities owning property within Poplar Hill Communities, the Grantor and Grantee agree to execute such instruments as may be necessary to facilitate the construction of said roads by the Authority or other party or parties and to join in any deed of dedication, or other necessary instruments, provided the roads are constructed substantially as shown on the plans provided by the Declarant.

WITNESS the following signatures and seals:

**HERBERTON POPLAR HILL RESIDENTIAL II, LLLP,**  
a Virginia Registered Limited Liability Limited Partnership  
By and through its General Partner  
Herberton Prince Edward Holdings, LLC

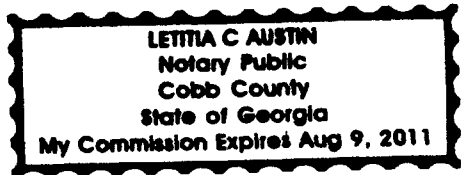
By: *Michael Heffernan*  
Manager

STATE OF GEORGIA  
COUNTY OF *Fulton*

The foregoing instrument was acknowledged before me this *19<sup>th</sup>* day of December, 2007, by Michael Heffernan, Manager of Herberton Prince Edward Holdings, LLC, the General Partner of Herberton Poplar Hill Residential II, LLLP as and for the act of the Partnership.

*Letitia C Austin*  
NOTARY PUBLIC

My Commission Expires: *Aug 9, 2011*  
Registration Number: \_\_\_\_\_



INTENDING TO BE LEGALLY BOUND, for itself and its successors and assigns, the undersigned Beneficiary pursuant to Deed of Trust dated June 6, 2007 and recorded in the Clerk's Office of the Circuit Court of Prince Edward County, Virginia as Instrument Number 200701671 consents and subordinates the lien of such Deed of Trust to the foregoing Access Easement.

Beneficiary: H-SC POPLAR HILL, LLC

By: *C. Norman Krueger*  
Name: C. Norman Krueger  
Title: Manager

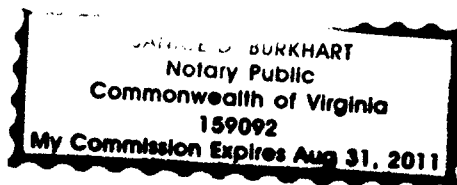
COMMONWEALTH OF VIRGINIA  
COUNTY OF PRINCE EDWARD, to wit:

On this, the 19<sup>th</sup> day of December, 2007, before me, the undersigned officer, personally appeared C. Norman Krueger., who acknowledged himself to be the Manager of H-SC Poplar Hill, LLC, the beneficiary under the Deed of Trust covering the property of the Grantor herein, and in that capacity, being authorized to do so, executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

*Jessie D. Burkhart*  
NOTARY PUBLIC

My Commission Expires: 8-31-2011  
Virginia Registration Number: 159092



**HERBERTON POPLAR HILL RESIDENTIAL I, LLLP,**  
a Virginia Registered Limited Liability Limited Partnership  
By and through its General Partner  
Herberton Prince Edward Holdings, LLC

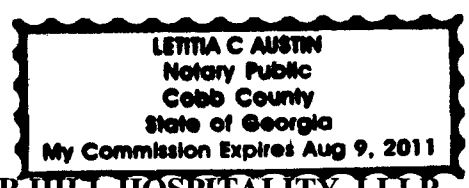
By: *Michael Heffernan*  
Manager

STATE OF GEORGIA  
COUNTY OF Fulton

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of December, 2007, by Michael Heffernan, Manager of Herberton Prince Edward Holdings, LLC, the General Partner of Herberton Poplar Hill Residential I, LLLP as and for the act of the Partnership.

*Letitia C Austin*  
NOTARY PUBLIC

My Commission Expires: Aug 9, 2011  
Virginia Registration Number: \_\_\_\_\_



**HERBERTON POPLAR HILL HOSPITALITY, LLLP,**  
a Virginia Registered Limited Liability Limited Partnership  
By and through its General Partner  
Herberton Prince Edward Holdings, LLC

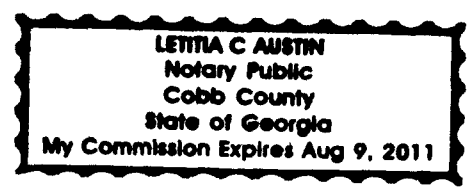
By: *Michael Heffernan*  
Manager

STATE OF GEORGIA  
COUNTY OF Fulton

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of December, 2007, by Michael Heffernan, Manager of Herberton Prince Edward Holdings, LLC, the General Partner of Herberton Poplar Hill Hospitality, LLLP as and for the act of the Partnership.

*Letitia C Austin*  
NOTARY PUBLIC

My Commission Expires: Aug 9, 2011  
Virginia Registration Number: \_\_\_\_\_



**THE POPLAR HILL COMMUNITY  
DEVELOPMENT AUTHORITY, PRINCE  
EDWARD COUNTY, VIRGINIA**

By: *C. Norman Krueger*  
Name: C. Norman Krueger  
Title: Chairman

COMMONWEALTH OF VIRGINIA  
COUNTY OF PRINCE EDWARD

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of December, 2007, by C. Norman Krueger, Chairman of The Poplar Hill Community Development Authority.

*Janice D. Burkhart*  
NOTARY PUBLIC

My Commission Expires: 8-31-2011  
Virginia Registration Number: 159092

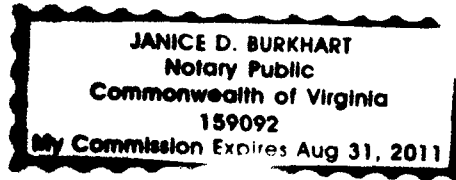


EXHIBIT A

H-SC POPLAR HILL PROPERTY

ALL those certain tracts or parcels of land situated in Farmville Magisterial District, Prince Edward County, Virginia totaling in aggregate 196.655 acres and being more particularly described on five (5) plats of William C. Young, Jr., L.S., entitled and described as follows:

1. "PLAT SHOWING PARCEL "P", AN 8.439 ACRE DIVISION OF LAND LOCATED IN THE FARMVILLE DISTRICT OF PRINCE EDWARD COUNTY, VIRGINIA", dated January 27, 2000, and recorded in the Clerk's Office of the Circuit Court of Prince Edward County, Virginia at Plat Book 7, page 69.
2. "COMPILED PLAT SHOWING THE RECONFIGURATION OF PARCEL "L", AN 87.729 ACRE DIVISION OF LAND LOCATED IN THE FARMVILLE DISTRICT OF PRINCE EDWARD COUNTY, VIRGINIA, dated August 27, 2004, last revised September 30, 2004 and recorded in the aforesaid Clerk's Office in Plat Cabinet A Slide 310, #4.
3. "COMPILED PLAT SHOWING THE RECONFIGURATION OF PARCEL "M", A 47.058 ACRE DIVISION OF LAND LOCATED IN THE FARMVILLE DISTRICT OF PRINCE EDWARD COUNTY, VIRGINIA, dated August 27, 2004, last revised September 30, 2004 and recorded in the aforesaid Clerk's Office in Plat Cabinet A Slide 310, #5.
4. "COMPILED PLAT SHOWING THE RECONFIGURATION OF PARCEL "N", A 29.141 ACRE DIVISION OF LAND LOCATED IN THE FARMVILLE DISTRICT OF PRINCE EDWARD COUNTY, VIRGINIA, dated August 27, 2004 last revised September 30, 2004 and recorded in the aforesaid Clerk's Office in Plat Cabinet A Slide 311, #1.
5. "COMPILED PLAT SHOWING THE RECONFIGURATION OF PARCEL "Q", A 24.288 ACRE DIVISION OF LAND LOCATED IN THE FARMVILLE DISTRICT OF PRINCE EDWARD COUNTY, VIRGINIA, dated August 27, 2004, last revised September 30, 2004 and recorded in the aforesaid Clerk's Office in Plat Cabinet A Slide 311, #3

TOGETHER WITH AND SUBJECT TO a non-exclusive easement for ingress and egress, over and across the Farm from the Property to Route 15 (the "Access Easement") granted by instrument dated February 7, 2000, recorded February 8, 2000, in Deed Book 341, Page 623, subject to the terms, covenants and conditions, and as shown on that certain approved site plan (the "Site Plan") on file in the Planning Office of Prince Edward County, Virginia, and entitled, "Poplar Hill Golf Course, Prince Edward County, Virginia, Conceptual Land Use Plan and Golf Course Routing", prepared by Draper Aden Associates, dated November 3, 1999 (the "Site Plan") as confirmed by Confirmatory and Access and Utility Easement Agreement dated September 30, 2004, and recorded October 8, 2004 as Clerk's Instrument Number 200402610.

TOGETHER WITH AND SUBJECT TO a non-exclusive easement to provide utility services to the Property, over and across the Farm, including but not limited to, sanitary sewer, water, electrical power and telephone (the "Utility Easement") granted by instrument dated February 7, 2000, recorded February 8, 2000, in Deed Book 341, Page 623, subject to the terms, covenants and conditions, and as indicated on those two plans, one entitled "POPLAR HILL PER-FIGURE 2-PROPOSED SEWER SYSTEM" and the other entitled "POPLAR HILL PER-FIGURE 1-PROPOSED WATER SYSTEM" both prepared by Draper Aden Associates (collectively, the "Utility Plan") as confirmed by Confirmatory and Access and Utility Easement Agreement dated September 30, 2004, and recorded October 8, 2004 as Clerk's Instrument Number 200402610..

BEING all of the property conveyed to H-SC Poplar Hill, L.L.C. by Deed dated February 7, 2000 and recorded in the aforesaid Clerk's Office at Deed Book 341, page 623 AS AMENDED by Deed of Boundary Line Adjustment, Property Exchange and Partial Release, dated September 30, 2004 and recorded in the aforesaid Clerk's Office as Instrument Number 200402608.

#### **ASSOCIATES PROPERTY**

ALL those certain parcels of land being Parcel F-1, Parcel F-2, Parcel G, Parcel H, Parcel I, Parcel J, Parcel K, and Parcel O., all more particularly described as follows:

#### **PARCEL "F-1"**

**BEGINNING** at a rod found at the common corner of now or formerly "Poplar Hill Farm" (tax parcel 51 -A-41), the northeastern corner of now or formerly Nelson Bolt (tax parcel 51-6-1,2) and the southeastern corner of now or formerly William K. Whidden, Jr. & Sally Ann D. Whidden (tax parcel 51-A-42), thence along a tie line N 42-13-17 E and a length 703.12 to a point, being the true point and place of beginning; thence N 87-43-28 E and a length of 409.16 to a rod set; thence S 24-46-54 W and a length of 232.18 to a rod set; thence S 76-13-57 E and a length of 947.41 to a rod set; thence N 83-57-49 E and a length of 407.26 to a rod set; thence along the western line of the proposed Parcel "F-2", S 06-01-01 W and a length of 224.60 to a rod set; thence S 31-43-50 W and a length of 321.06 to a point; thence leaving said Parcel "F-2" and proceeding along a curve to the left having a radius of 630.00, a length of 265.67, a delta of 24°09'42", a chord bearing of N 65-03-20 W and a chord length of 263.71 to a point; thence N 77-08-11 W and a length of 782.66 to point; thence along a curve to the right having a radius of



570.00, a length of 799.88, a delta of  $80^{\circ}24'11''$ , a chord bearing of N 36-56-05 W and a chord length of 735.85 to the true point and place of beginning and containing 14.004 acres.

**PARCEL "F-2"**

**BEGINNING** at a rod found at the common corner of now or formerly "Poplar Hill Farm" (tax parcel 51-A-41), the northeastern corner of now or formerly Nelson Bolt (tax parcel 51-6-1, 2) and the southeastern corner of now or formerly William K. Whidden, Jr. & Sally Ann D. Whidden (tax parcel 51-A-42), thence along a tie line N 86-06-28 B and a length 2114.06 to a rod set, being the true point and place of beginning; thence N 83-57-49 E and a length of 301.80 to a point; thence N 32-05-24 E and a length of 220.71 to a rod set; thence S 82-31-36 E and a length of 105.77 to a rod set; thence S 18-14-11 E and a length of 357.37 to a rod set; thence along the western line of the proposed Parcel "T", S 41-41-46 W and a length of 634.29 to a rod set; thence along a curve to the right having a radius of 570.00, a length of 429.79, a delta of  $43^{\circ}12'08''$ , a chord bearing of N 74-34-33 W and a chord length of 419.68 to point; thence along the eastern line of the proposed Parcel "F-I", N 31-43-50 E and a length of 321.06 to a rod set; thence N 06-01-01 E and a length of 224.60 to the true point and place of beginning and containing 8.575 acres.

**PARCEL "G"**

**BEGINNING** at a rod found at the common corner on line western line of now or formerly Poplar Hill Farm" (tax parcel 51-A-41) and now or formerly Dolly D. Orgain (tax parcel 51-6-4) and now or formerly B. V. & Betty Jo Rogers (tax parcels 51-6-3 and 51-A-41 A), being the true point and place of beginning; thence along the southern line of last said parcel, S 64-29-20 E and a length of 301.16 to a rod found; thence leaving said parcel, S 17-06-58 E and a length of 96.65 to a point; thence S 66-48-00 E and a length of 39.38 to a point; thence S 35-56-14 W and a length of 416.41 to a point; thence S 54-04-46 W and a length of 218.91 to a pipe found at the southeastern corner of now or formerly Sally A.D. Whidden (tax parcel 51-6-8); thence along the eastern lines of Whidden (tax parcels 51-6-8 & 7), now or formerly Paul W. Schember, Sr., et als (tax parcels 51-6-6 & 5) and Orgain (tax parcel 51-6-4); N 05-18-00 E and a length of 665.04 to a pipe found; thence N 30-09-05 E and a length of 47.38 to the point and place of beginning and containing 3.633 acres.

**PARCEL "H"**

**BEGINNING** at a pipe found, a common point on line western line of now or formerly Poplar Hill farm" (tax parcel 51-A-41) and now or formerly Sharon G. Campbell (tax parcel 51-A-48) said point being 49 feet  $\pm$  north of the said parcels common corner in Farmville Lake Creek; thence along said parcels' lines, N 16-47-07 E and a length of 447.74 to a pipe found; thence N 09-50-06 E and a length of 357.47 to a pipe found; thence along the lands of now or formerly Dolly D. Orgain (tax parcel 51-6-4), now or formerly Kathryn S. Goebel and Richard F. Goebel (tax parcel 51-6-12), now or formerly Walter C. Sprye & Faye B. Sprye (tax parcel 51-6-11), now or formerly Kathryn D. Sydnor (tax parcel 51-6-9 & 10), now or formerly Sally A.D. Whidden (tax parcel 51-6-8) the following courses: N 10-03-38 E and a length of 498.77 to a pipe found, thence N 34-46-00 W and a length of 299.87 to a pipe found, thence N 15-00-08 W and a length of 415.00 to a pipe found; thence leaving said last parcel and proceeding along the southern line of proposed Parcel "G", N 54-04-46 E and a length of 218.91 to a point, thence N 35-56-14 B and a length of 416.41 to a point; thence leaving said parcel and proceeding S 66-48-

00 E and a length of 87.85 to a point, thence N 78-39-04 E and a length of 124.04 to a point; thence S 43-06-16 E and a length of 103.16 to a point, said point being the point of beginning for the easement described below (P.O.B.#2); thence along a curve to the right, having a Curve Length of 50.05, Radius of 330.00, Delta of 08-41-26, Chord of 50.01, and a Chord Bearing of N 47-50-07 E, to a point; thence N 43-06-16 W and a length of 105.33 to a point; thence N 16-04-14 E and a length of 507.39 to a point; thence S 66-22-07 E and a length of 124.77 to a point; thence S 09-30-29 E and a length of 476.40 to a point; thence along a curve to the left, having a Curve Length of 21.33, Radius of 600.00, Delta of 02-02-12, Chord of 21.33 and a chord bearing of S 10-31-34 E, to a point; thence S 80-29-31 W and a length of 109.12 to a point, thence along a curve to the left, having a Curve Length of 210.76, Radius of 270.00, Delta of 44-43-29, Chord of 205.45 and a Chord Bearing of S 58-07-47 W, to a point; thence S 10-27-00 E and a length of 819.05 to a point; thence S 08-16-43 W and a length of 476.37 to a point; thence S 12-13-14 E and a length of 144.13 to a point; thence S 03-13-05 E and a length of 625.58 to a point; thence S 12-59-41 W and a length of 404.05 to a point; thence N 84-46-21 W and a length of 595.38 to a point; thence N 49-10-34 W and a length of 232.27 to the point and place of beginning and containing 42.000 acres.

#### **50 foot Easement**

**BEGINNING** at the point as described above (P.O.B. #2) and being the true point and place of beginning; thence S 43-06-16 B and a length of 60.13 to a point on the eastern line of Parcel "H". Said line being the southern line of the said easement and the easement being 50' north and parallel to said line. This easement is for any purpose necessary to the development, construction, and maintenance of the surrounding proposed and parent parcels.

#### **PARCEL "I"**

**BEGINNING** at a rod found, the common corner on line western line of now or formerly Poplar Hill Farm" (tax parcel 51-A-41), now or formerly Nelson Bolt (tax parcel 51-6-1) and now or formerly William K. Whidden, Jr. and Sally A D. Whidden (tax parcel 51-A-42), thence S 46-58-28 Panda length of 671.85 to the true point and place of beginning; thence S 76-31-36 E and a length of 506.73 to a point; thence S 49-19-43 E and a length of 943.69 to a point; thence S 89-41-18 W and a length of 599.26 to a point; thence N 56-11-12 W and a length of 436.89 to a point; thence S 73-53-36 W and a length of 158.51 to a point; thence along a curve to the right having a length of 69.10, Radius of 600.00, Delta of 6-35-56, Chord of 69.06, and a Chord Bearing of N 12-48-26 W to a point; thence along the eastern line of the proposed Parcel "H", N 09-30-29 W and a length of 476.40 to the point and place of beginning and containing 9.974 acres.

#### **PARCEL "J"**

**BEGINNING** at a pipe found, a common point on the western line of now or formerly Poplar Hill Farm" (tax parcel 51-A-41) and now or formerly Sharon G. Campbell (tax parcel 51-A-48) said point being 49 feet ± north of the said parcels common corner in Farmville Lake Creek; thence S 61-08-45 P and a length of 1871.14 to the true point and place of beginning; thence N 09-34-11 B and a length of 200.18 to a point; thence N 31-33-22 W and a length of 939.31 to a point; thence N 12-35-13 W and a length of 688.22 to a point; thence N 34-04-42 E and a length of 158.38 to a point; thence N 08-16-43 E and a length of 552.82 to a point; thence N 19-49-07 W and a length of 726.62; thence N 70-10-53 B and a length of 153.42 to a point; thence S 70-

23-27 P and a length of 440.67 to a point; thence N 89-41-18 E and a length of 634.34 to a point; thence S 04-49-32 B and a length of 455.04 to a point; thence S 22-24-10 E and a length of 1407.520 a point; thence S 33-27-54 W and a length of 447.49 to a point; thence S 08-22-2 1 W and a length of 938.69 to a point; thence N 80-25-49 W and a length of 708.62 to the point and place of beginning and containing 81.620 acres.

**LESS AND EXCEPT** those certain portions of Section "J" described above which were conveyed to The Poplar Hill Community Development Authority, Prince Edward County, and Virginia by Deed of Boundary Line Adjustment, Property Exchange and Partial Release dated September 30, 2004 and recorded October 8, 2004 in the aforesaid Clerk's Office as Instrument Number 200402608.

**PARCEL "K"**

**BEGINNING** at a pipe found by a 12" chopped hickory tree, at the common corner on line western line of now or formerly Poplar Hill Farm (tax parcel 51 -A-4 1), now or formerly Shelia B. Goin (tax parcel 51-3-C) and now or formerly Sharon G. Campbell (tax parcel 51-A- 48), thence along the eastern line of Campbell, N 12-43-05 E and a length of 288 ± to the center of an old creek bed (through a rod set on line at 272.53), thence 271 ± in a southeasterly direction down the center of an old creek bed to a point (said point being S 16-47-07 W and a length of 24 ± of a pipe found); thence leaving said parcel and creek bed and proceeding S 26- 06-47 E and a length of 208 ± to a point; thence S 68-37-07 E and a length of 1270.74 to a point; thence S 3 1-33-22 E and length of 436.82 to a point; thence N 74-47-41 W and a length of 326.38 to a point; thence S 89-39-15 W and a length of 1121.62 to a point on the eastern line of Goin; thence along the marked eastern lines of said parcel, N 11-49-55 W and a length of 342.77 to a pipe found; thence N 24-06-5 5 W and a length of 530.98 to the true point and place of beginning and containing 18.6 ± acres.

**PARCEL "O"**

**BEGINNING** at a rod found at the common corner of now or formerly "Poplar Hill Farm" (tax parcel 51 -A-4 1), the northeastern corner of now or formerly Nelson Bolt (tax parcel 5 1-6-1,2) and the southeastern corner of now or formerly William K. Whidden, Jr. & Sally Ann D. Whidden (tax parcel 51-A-42), thence along a tie line S 80-29-0 1 E and a length 1333.27 to a point, being the true point and place of beginning; thence S 77-08-11 E and a length of 358.40 to a point; thence along a curve to the right having a radius of 570.00, a length of 240.37, a delta of 24° 09' 42", a chord bearing of S 65-03-20 E and a chord length of 238.59 to a point; thence along a curve to the left having a radius of 630.00, a length of 412.06, a delta of 37°28'31", a chord bearing of S 71-42-45 E and a chord length of 404.76 to a point; thence along the western line of the proposed Parcel "T", S 3 1-32-09 E and a length of 945.56 to a rod set; thence leaving said Parcel "T" and proceeding S 58-27-51 W and a length of 779.63 to a rod set; thence N 04-49-32 W and a length of 736.63 to a rod set; thence N 47-44-40 W and a length of 186.16 to a rod set; thence N 04-33-24 E and a length of 147.95 to a rod set; thence N 54-19-04 W and a length of 750.53 to a rod set; thence N 12-51-49 E and a length of 78.63 to the true point and place of beginning and containing 16.644 acres.

**LESS AND EXCEPT** those certain portions of Section "O" described above which were conveyed to The Poplar Hill Community Development Authority, Prince Edward County,

Virginia by Deed of Boundary Line Adjustment, Property Exchange and Partial Release dated September 30, 2004 and recorded October 8, 2004 in the aforesaid Clerk's Office as Instrument Number 200402608.

TOGETHER WITH AND SUBJECT TO a non-exclusive easement for ingress and egress, over and across the Farm from the Property herein conveyed to Route 15 (the "Access Easement") granted by instrument dated February 7, 2000, recorded February 8, 2000, in Deed Book 341 , Page 630 , subject to the terms, covenants and conditions, and as shown on that certain approved site plan (the "Site Plan") on file in the Planning Office of Prince Edward County, Virginia, and entitled, "Poplar Hill Golf Course, Prince Edward County, Virginia, Conceptual Land Use Plan and Golf Course Routing", prepared by Draper Aden Associates, dated November 3, 1999 (the "Site Plan") as confirmed by Confirmatory and Access and Utility Easement Agreement dated September 30, 2004, and recorded October 8, 2004 as Clerk's Instrument Number 200402610.

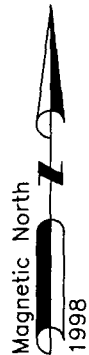
TOGETHER WITH AND SUBJECT TO a non-exclusive easement to provide utility services to the Property herein conveyed, over and across the Farm, including but not limited to, sanitary sewer, water, electrical power and telephone (the "Utility Easement") granted by instrument dated February 7, 2000, recorded February 8, 2000, in Deed Book 341 , Page 630, subject to the terms, covenants and conditions contained therein, and as indicated on those two plans, one entitled "POPLAR HILL PER-FIGURE 2-PROPOSED SEWER SYSTEM" and the other entitled "POPLAR HILL PER-FIGURE 1-PROPOSED WATER SYSTEM" both prepared by Draper Aden Associates (collectively, the "Utility Plan") as confirmed by Confirmatory and Access and Utility Easement Agreement dated September 30, 2004, and recorded October 8, 2004 as Clerk's Instrument Number 200402610.

**ALL OF THE ABOVE PARCELS BEING** all of that property conveyed to Poplar Hill Associates, L.L.C. by Deed dated February 7, 2000 and recorded in the Clerk's Office of the Circuit Court of Prince Edward County in Deed Book 341, page 630 AS AMENDED by Deed of Boundary Line Adjustment, Property Exchange and Partial Release dated September 30, 2004 and recorded October 8, 2004 in the aforesaid Clerk's Office as Instrument Number 200402608 all of which was subsequently conveyed to H-SC Poplar Hill, L.L.C. by Deed dated October 6, 2005 and recorded October 7, 2005 in the Clerks' Office of the Circuit Court of Prince Edward County as Instrument No. 200502681.

LINE	BEARING	DISTANCE
L1	S68°05'03"W	111.28'
L2	N43°33'05"W	234.63'
L3	S50°26'15"W	196.00'
L4	S62°37'26"W	304.29'
L5	S77°16'00"W	240.57'
L6	S75°24'00"W	114.10'
L7	S65°47'00"W	133.00'
L8	S66°30'55"W	294.11'
L9	S88°36'32"W	69.08'

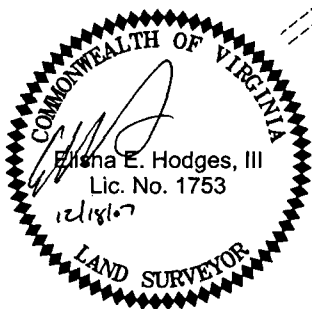
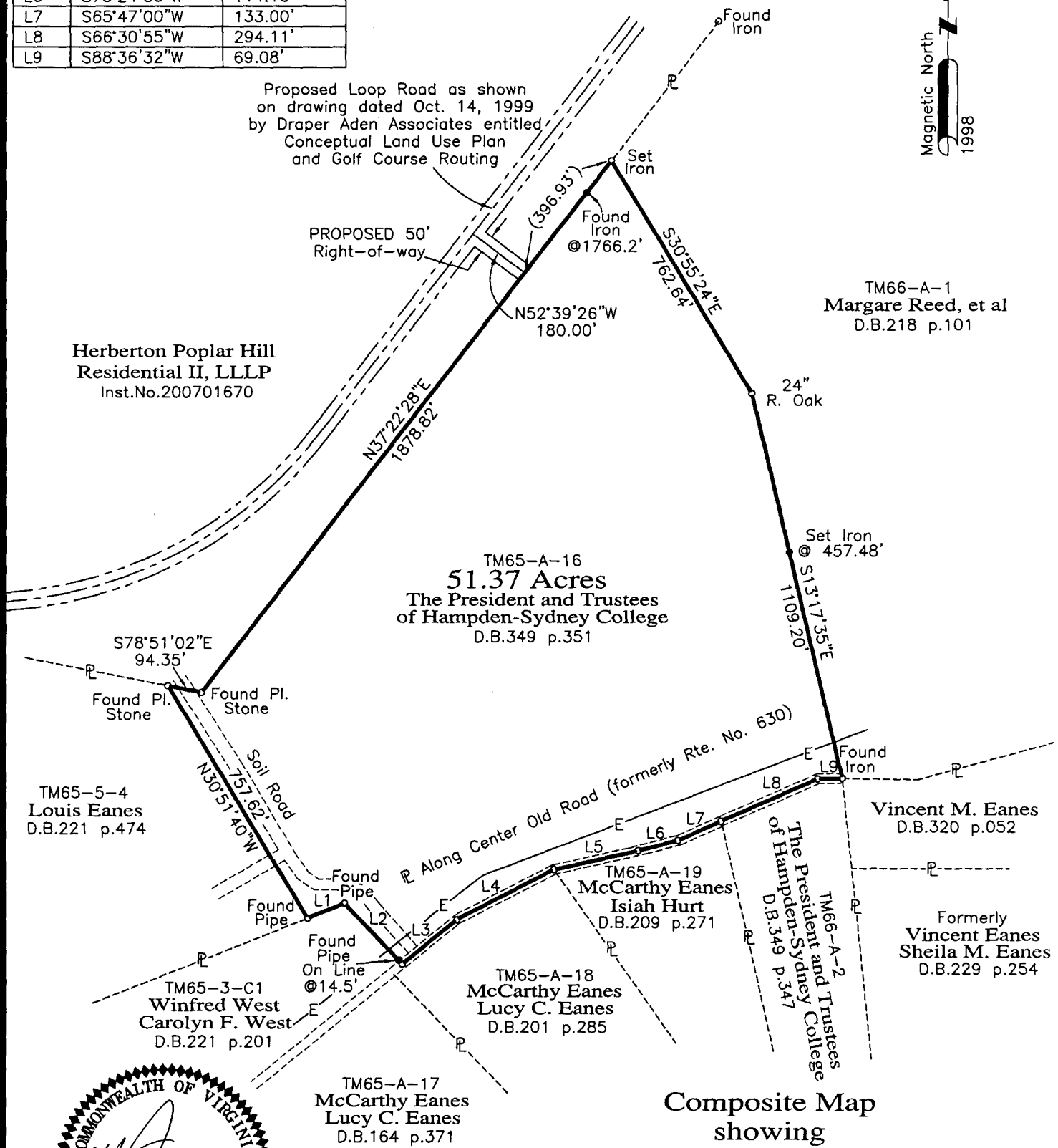
Legend:  
-E-=Overhead Electric Line

EXHIBIT B



Proposed Loop Road as shown on drawing dated Oct. 14, 1999 by Draper Aden Associates entitled Conceptual Land Use Plan and Golf Course Routing

PROPOSED 50' Right-of-way



Composite Map showing Proposed 50' Right-of-Way for

# Herberton Poplar Hill Residential I, LLLP

Hampden District, Prince Edward County, Virginia

December 18, 2007

Scale: 1 in. = 300 ft.



00S0285

Notes:

1. Boundaries shown taken from map by Maxey-Hines and Associates, P.C. dated Oct. 24, 2000 and recorded in D.B.349 p.353.
2. Proposed loop road shown as scaled from drawing dated Oct. 14, 1999 by Draper Aden Associates entitled Conceptual Land Use Plan and Golf Course Routing.
3. This composite map has been prepared without the benefit of a title examination and therefore does not necessarily indicate all encumbrances on the property.

**Maxey-Hines & Associates, P.C.**  
 Land Surveyors • Engineers • Planners • Consultants  
 P.O. Box 90 • Farmville • Virginia • 23901 • Tel:804-392-8827

INSTRUMENT #200703370  
RECORDED IN THE CLERK'S OFFICE OF  
PRINCE EDWARD COUNTY ON  
DECEMBER 20, 2007 AT 03:11PM  
MACHELLE J. EPPES, CLERK

RECORDED BY: JNG

~~Grantor's Tax: \$~~  
~~Returned and Mailed/~~ Delivered To:

12-20-07 *Dumeth Bradshaw*

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